

INSTRUMENT PREPARED BY
VIRGINIA GAS AND OIL BOARD

ORDER RECORDED UNDER CODE
OF VIRGINIA SECTION 45.1-361.26

VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

SUPPLEMENTAL ORDER REGARDING

DOCKET NO. VGOB 05/11/15-1535-01

ELECTIONS, UNIT: VC-536082

(hereinafter "Subject Drilling Unit")

TAX MAP IDENTIFICATION NUMBERS:

TAX MAP IDENTIFICATION NUMBERS FOR ALL PARCELS
AFFECTED BY THIS ORDER ARE SHOWN ON EXHIBIT (S) B, B-3 E& EE WHICH IS/ARE ATTACHED TO AND A PART
OF THIS ORDER.

REPORT OF BOARD

FINDINGS AND ORDER

1. This Supplemental Order is entered by the Board sua sponte in the form authorized by the Board at its hearing held at 9:00 a.m. on October 20, 1992, Board of Supervisors Room, Courthouse, Grundy, Virginia, and pursuant to authority granted to the Board's Chairman at the hearing of the Virginia Gas and Oil Board on June 16, 1992, at 9:00 a.m. at the Rhododendron Restaurant at the Breaks Interstate Park, Breaks, Virginia; and this Supplemental Order is being recorded for the purpose of (1) complying with the requirement of the Virginia Gas and Oil Board Regulations, 4 VAC 25-160.70C by supplementing the Order previously issued by the Board for subject Docket on November 24, 2009 and recorded in Deed Book 472, Page 736 in the Office of the Clerk of Circuit Court, Dickenson County, Virginia on December 2, 2009, (herein "Board Order") to complete the record regarding elections. The Board Order pooled all interest in Subject Drilling Unit including those of the Respondents more particularly set forth and identified by the Designated Operator in the affidavits attached hereto and made a part hereof. The Board finds it has jurisdiction over the subject matter pursuant to the provisions of the Virginia Gas and Oil Act, § 45.1-361.1 et seq., Virginia Code, 1950 as amended.
2. Findings: The Board finds that:
 - (a) The Board Order directed EQT Production Company, (herein the Designated Operator"), to mail copies of the Board Order to all respondents whose interest, if any, were pooled by said Board Order;
 - (b) The designated operator filed its affidavit of mailing dated January 18, 2010, disclosing that it had mailed a correct copy of the Board's Order to all Respondents whose interest, if any, were pooled by said Board Order;

- (c) The Board Order required each Respondent whose interest, if any, were pooled by the terms of said Board Order to make his or her election within thirty (30) days after the date of mailing or recording, as applicable, of said Order; the Designated Operator has filed its affidavit dated November 17, 2010, in accordance with § 7.C of the Virginia Gas and Oil Board Regulations and 4 VAC 25-160.70C (herein "Affidavit of Election"), wherein it has, for each Respondent whose interest, if any, were pooled by said Board Order, stated: (i) whether each Respondent has made or failed to make a timely election; (ii) the nature of the election made, if any; (iii) whether, by reason of a failure to elect or to timely elect one or more Respondents are deemed, under the terms of the Board's Order, to have leased all their rights, title, interest, estates and claims in Subject Drilling Unit to the Designated Operator;
 - (d) The Board Order further required the Designated Operator, after expiration of the election period, to file with the Board a statement of the interests subject to escrow under the terms and provisions of the Board Order, in light of the elections made or deemed to have been made (herein "Statement of Interests"); that the Designated Operator furnished said Statement of Interests as part of its Affidavit of Election. A copy of which is attached hereto as Exhibit B;
 - (e) Current Board standards requiring the escrow of funds and the Board's agreement with its Escrow Agent, First Bank & Trust Company, P.O. Box 3860, Kingsport, TN 37660 (423) 245-6971, Attn: Debbie Davis, or any successor named by the Board, require the entry of a Supplemental Order establishing of record the elections made or deemed to have been made and specifying the sums or percentage thereof subject to escrow. Current Board escrow standards were made applicable to Subject Drilling Unit by a Board Order dated December 23, 1992.
3. Order: By this Order, the Board orders the Designated Operator to tender, consistent with and in accordance with the findings set forth at paragraph 2 above and the annexed Affidavits, any funds subject to escrow and instructs the Escrow Agent, First Bank & Trust Company, P.O. Box 3860, Kingsport, TN 37660 (423) 245-6971, Attn: Debbie Davis, or any successor named by the Board to establish interest-bearing escrow account(s), IRS Tax Identification Number 54-1629506, in accordance with the information set forth in said affidavits to receive such funds and account to the Board therefore.
 4. Mailing of Order and Filing of Affidavit: The Designated Operator under the captioned Order or its Attorney shall file an affidavit with the Secretary of the Board within ten (10) days after the date of receipt of this Order stating that a true and correct copy of this Order was mailed to each person whose interest or claim is subject to escrow and whose address is known.
 5. Conclusion: Therefore, the findings and all terms and provisions set forth above be and hereby are granted and IT IS SO ORDERED.
 6. Effective Date: This Order shall be effective on the date of its execution.

DONE AND EXECUTED this 26 day of Sept, 2012, by a majority of the Virginia Gas and Oil Board.

Bradley C. Lambert
Chairman, Bradley C. Lambert

DONE AND PERFORMED this 26th day of September, 2012, by Order of the Board.

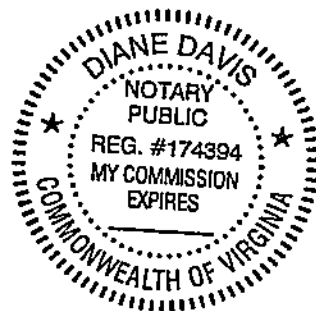
Rick Cooper
Rick Cooper
Principal Executive to the
Staff, Virginia Gas and Oil Board

STATE OF VIRGINIA
COUNTY OF RUSSELL

Acknowledged on this 26th day of September, 2012, personally before me a notary public in and for the Commonwealth of Virginia, appeared Bradley C. Lambert, being duly sworn did depose and say that he is Chairman of the Virginia Gas and Oil Board, and appeared Rick Cooper, being duly sworn did depose and say that he is Principal Executive to the Staff of the Virginia Gas and Oil Board that they executed the same and were authorized to do so.

Diane Davis
Diane Davis, Notary Public
174394

My commission expires: September 30, 2013



VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

IN RE: Application of EQT Production Company, for Forced Pooling of Interests in Unit Number VC-536082 VGOB Docket No. VGOB-05/11/15-1535-01 in the Kenady Magisterial District of Dickenson County, Virginia.

AFFIDAVIT OF WILHOIT & KAISER, Attorneys-at-Law, Agents for the Designated Operator REGARDING ELECTIONS, ESCROW ACCOUNTS AND SUPPLEMENTAL ORDER

James E. Kaiser (herein Affiant), being first duly sworn on oath, deposes and says:

1. That the Affiant is an attorney in the law firm of WILHOIT & KAISER, the Agent for the Designated Operator, with offices located at 220 Broad Street, Kingsport, Tennessee 37660, and is authorized to give this Affidavit in its behalf;
2. That the Order entered on November 24, 2009, by the Virginia Gas and Oil Board regarding the captioned coalbed methane Unit required the Applicant to mail a true and correct copy of said Order to each person pooled by said Order;
3. That within seven (7) days of the receipt of an executed copy of the Order referred to at Paragraph 2. above, the Affiant was directed to cause a true and correct copy of said Order to be mailed via the United States Postal Service to each Respondent named in the captioned Application, whose address was known, and to all persons, if any, who are added as Respondents at the hearing held in the captioned matter;
4. That the Order of the Virginia Gas and Oil Board in the captioned matter required all persons pooled thereby to tender their written elections to the Unit Operator within thirty (30) days of the date said Order was recorded in the county above named; that said Order was recorded on December 2, 2009.
5. That the Designated Operator, by and through their agent, Wilhoit & Kaiser, Attorneys-at-Law, have established procedures to review all mail received and all written documents received by means other than by mail to ascertain whether parties whose interest have been pooled have made a written election, in a timely fashion, as required by the captioned Order; that said procedures were followed to identify the elections, if any, made with regard to Subject Unit; that the following persons delivered, by mail or otherwise, written elections to the Unit Operator, within the thirty day election periods:

NONE

6. That the interest and/or claims of the following persons (who made timely elections, or who are deemed under the terms of the Board's Order to have leased, or who, subsequent to the pooling hearing held in the captioned matter, have leased or otherwise entered into an agreement with the Designated Operator) are subject to escrow as either unknown claimants or conflicting claimants under the Board's Order pooling the captioned Unit, Board Regulations and the Code of Virginia; that opposite the name of each person named as a Respondent listed below is set forth:

See Exhibit E

7. That after the pooling hearing held in the captioned matter, the following persons have leased or entered into a voluntary agreement with the Designated Operator with regard to their interest and/or claims.

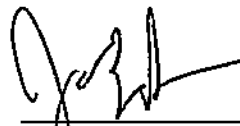
See Exhibit EE

8. That the following persons have not made a timely election and have failed to enter into an agreement with the Designated Operator and their respective interests shall be deemed to have leased pursuant to and in accordance with paragraph 10 of the Order.

See Exhibit B-3

That pursuant to the provision of 4VAC 25-160.70C annexed hereto and incorporated herein is a proposed supplemental order to be entered to complete the record regarding elections; that said annexed supplemental order sets forth that the services of the Escrow Agent are required in this matter pursuant to the terms of §§ 45.1-361.21.D.

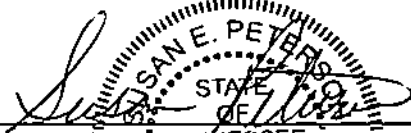
Dated at Kingsport, Tennessee, this 17th day of November, 2010.

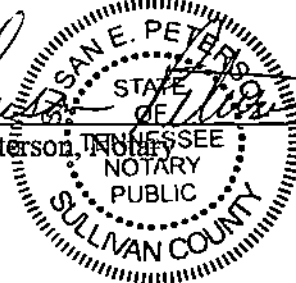


 Affiant

State of Tennessee)
 County of Sullivan)

Taken, subscribed and sworn to before me by James E. Kaiser, the Agent of EQT Production Company, a corporation, on behalf of the corporation, this 17th day of November, 2010.



 Susan Peterson, Notary


My commission expires: October 24, 2012.

BK 501PG 372

SUPPLEMENT "B"
VC-536082
 Created 9/12/09

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>	<u>NET REVENUE INTEREST</u>
<u>Gas Estate Only</u>					
1 Tax ID # 05106	Delmar H. Mayes Mary Mayes P.O. Box 286 Dante, VA 24237	Leased 905997	64.740000%	38.0500	0.08092500 RI
<u>Tract 1 Totals</u>	EQT Production Company		64.740000%	38.0500	0.56647500 WI 0.64740000
2 Tax ID # 11814	Standard Banner Coal Corporation C/O Engineering Services Attn Mike Clisso P.O. Box 750 Wise, VA 24293	Leased 906889 TL-223	2.640000%	1.5500	0.00330000 RI
<u>Tract 2 Totals</u>	EQT Production Company		2.640000%	1.5500	0.02310000 WI 0.02640000
3 Tax ID # 11814	Standard Banner Coal Corporation C/O Engineering Services Attn Mike Clisso P.O. Box 750 Wise, VA 24293	Leased 906889 TL-223	20.330000%	11.9500	0.02541250 RI
<u>Tract 3 Totals</u>	EQT Production Company		20.330000%	11.9500	0.17788750 WI 0.20330000
OR					
Minerals Only	<u>B.H. Long Heirs</u>				
	Joseph A. Long Tabitha G. Long P.O. Box 261 Castletown, VA 24224	Leased 244712	10.165000%	5.9750	0.01270625 RI
Minerals Only	Denny Long Sharon M. Long P.O. Box 361 Lebanon, VA 24266	Leased 244712	3.388333%	1.9917	0.00423542 RI
Minerals Only	Judy L. Manuel P.O. Box 314 Lebanon, VA 24266	Leased 244712	3.388333%	1.9917	0.00423542 RI
Minerals Only	Timothy R. Long Vera V. Long Rt. 2 Box 938 Castletown, VA	Leased 244712	3.388333%	1.9917	0.00423542 RI
<u>OR</u>	EQT Production Company				0.17788750 WI
<u>Tract 3 Totals</u>			20.330000%	11.9500	0.20330000
4 Tax ID 06259	Lawrence Turner Heirs Unknown & Unlocatable	Unleased	0.510000%	0.3000	0.00063750 RI
<u>Tract 4 Totals</u>	EQT Production Company		0.510000%	0.3000	0.00446250 WI 0.00510000
5 Tax ID # 04920	Lambert Land LLC P.O. Box 490 Nora, VA 24272	Leased 244728	1.870000%	1.1000	0.00233750 RI
<u>Tract 5 Totals</u>	EQT Production Company		1.870000%	1.1000	0.01636250 WI 0.01870000

6 Tax I.D. # 04777	Wayne Riner Genevieve Riner 4907 Long Road Nora, VA 24272	Leased 906891	7.420000%	4.3600	0.00927500 RI
<u>Tract 6 Totals</u>	EQT Production Company		7.420000%	4.3600	0.06492500 WI 0.07420000
7 Tax I.D. # 04789	David H. Adkins Cathy Adkins 4968 Long Ridge Road Nora, VA 24272	Leased 906762	0.430000%	0.2500	0.00053750 RI
<u>Tract 7 Totals</u>	EQT Production Company		0.430000%	0.2500	0.00376250 WI 0.00430000
8 Tax I.D. # 04810	John L. Jenkins Lois Gay Jenkins 4626 Long Ridge Road Nora, VA 24272	Unleased	1.090000%	0.6400	0.00136250 RI
<u>Tract 8 Totals</u>	EQT Production Company		1.090000%	0.6400	0.00953750 WI 0.01090000
9 Tax I.D. # 19150	John L. Jenkins Lois Gay Jenkins 4626 Long Ridge Road Nora, VA 24272	Unleased	0.970000%	0.5700	0.00121250 RI
<u>Tract 9 Totals</u>	EQT Production Company		0.970000%	0.5700	0.00848750 WI 0.00970000
TOTAL GAS ESTATE			100.000000%	58.7700	
Percentage of Unit Leased			97.430000%		
Percentage of Unit Unleased			2.570000%		
Acreage in Unit Leased				57.2600	
Acreage in Unit Unleased				1.5100	

Coal Estate Only

1 Tax I.D. # 11814	Standard Banner Coal Corporation C/O Engineering Services Attn Mike Clisso P.O. Box 750 Wise, VA 24293	Leased 906889	64.740000%	38.0500	0.08092500 RI
<u>Tract 1 Totals</u>	EQT Production Company		64.740000%	38.0500	0.56647500 WI 0.64740000
2 Tax I.D. # 11814	Standard Banner Coal Corporation C/O Engineering Services Attn Mike Clisso P.O. Box 750 Wise, VA 24293	Leased 906889	2.640000%	1.5500	0.00330000 RI
<u>Tract 2 Totals</u>	EQT Production Company		2.640000%	1.5500	0.02310000 WI 0.02640000
3 Tax I.D. # 11814	Standard Banner Coal Corporation C/O Engineering Services Attn Mike Clisso P.O. Box 750 Wise, VA 24293	Leased 906889	20.330000%	11.9500	0.02541250 RI
<u>Tract 3 Totals</u>	EQT Production Company		20.330000%	11.9500	0.17788750 WI 0.20330000
4 Tax I.D. # 11814	Standard Banner Coal Corporation C/O Engineering Services Attn Mike Clisso P.O. Box 750 Wise, VA 24293	Leased 906889	0.510000%	0.3000	0.00063750 RI
<u>Tract 4 Totals</u>	EQT Production Company		0.510000%	0.3000	0.00446250 WI 0.00510000

5 Tax I.D. # 11814	Standard Banner Coal Corporation C/O Engineering Services Attn Mike Clisso P.O. Box 750 Wise, VA 24293	Leased 906889	1.870000%	1.1000	0.00233750 RI
<u>Tract 5 Totals</u>	EQT Production Company		1.870000%	1.1000	0.01636250 WI 0.01870000
6 Tax I.D. # 11814	Standard Banner Coal Corporation C/O Engineering Services Attn Mike Clisso P.O. Box 750 Wise, VA 24293	Leased 906889	7.420000%	4.3600	0.00927500 RI
<u>Tract 6 Totals</u>	EQT Production Company		7.420000%	4.3600	0.06492500 WI 0.07420000
7 Tax I.D. # 11814	Standard Banner Coal Corporation C/O Engineering Services Attn Mike Clisso P.O. Box 750 Wise, VA 24293	Leased 906889	0.430000%	0.2500	0.00053750 RI
<u>Tract 7 Totals</u>	EQT Production Company		0.430000%	0.2500	0.00376250 WI 0.00430000
8 Tax I.D. # 11814	Standard Banner Coal Corporation C/O Engineering Services Attn Mike Clisso P.O. Box 750 Wise, VA 24293	Leased 906889	1.090000%	0.6400	0.00136250 RI
<u>Tract 8 Totals</u>	EQT Production Company		1.090000%	0.6400	0.00953750 WI 0.01090000
9 Tax I.D. # 11814	Standard Banner Coal Corporation C/O Engineering Services Attn Mike Clisso P.O. Box 750 Wise, VA 24293	Leased 906889	0.970000%	0.5700	0.00121250 RI
<u>Tract 9 Totals</u>	EQT Production Company		0.970000%	0.5700	0.00848750 WI 0.00970000
Total Coal Estate			100.000000%	58.7700	
Percentage of Unit Leased			100.000000%		
Percentage of Unit Unleased			0.000000%		
Acreage in Unit Leased				58.7700	
Acreage in Unit Unleased				0.0000	

EXHIBIT "B-3" BK 501 PG 375

VC-536082

Revised 9/11/09

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
<u>Gas Estate Only</u>				
4	Lawrence Turner Heirs Unknown & Unlocatable Tax I.D. 06259	Unleased	0.510000%	0.3000
8	John L. Jenkins Lois Gay Jenkins 4626 Long Ridge Road Nora, VA 24272 Tax I.D. # 04810	Unleased	1.090000%	0.6400
9	John L. Jenkins Lois Gay Jenkins 4626 Long Ridge Road Nora, VA 24272 Tax I.D. # 19150	Unleased	0.970000%	0.5700
Total			2.570000%	1.5100

EXHIBIT "E"
VC-536082
 REVISED 11/18/2010

BK 501 PG 376

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
<u>Gas Estate Only</u>				
3	Standard Banner Coal Corporation C/O Engineering Services Attn Mike Clisso P.O. Box 750 Wise, VA 24293	Leased 906889 TL-223	20.330000%	11.9500
	OR <u>B.H. Long Heirs</u>			
	Joseph A. Long Tabitha G. Long P.O. Box 261 Castlewood, VA 24224 Minerals Only	Leased 244712	10.165000%	5.9750
	Denny Long Sharon M. Long P.O. Box 361 Lebanon, VA 24266 Minerals Only	Leased 244712	3.388333%	1.9917
	Judy L Manuel P.O. Box 314 Lebanon, VA 24266 Minerals Only	Leased 244712	3.388333%	1.9917
	Timothy R Long Vera V. Long Rt. 2 Box 938 Castlewood, VA Minerals Only Lebanon, VA 24266	Leased 244712	3.388333%	1.9917
4	Lawrence Turner Heirs Unknown & Unlocatable Tax I.D. 06259	Unleased	0.510000%	0.3000
5	Lambert Land LLC P.O. Box 490 Nora, VA 24272 Tax I.D. # 04920	Leased 244728	1.870000%	1.1000

BK 501 PG 377
EXHIBIT "E"
VC-536082
 REVISED 11/18/2010

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
8	John L. Jenkins Lois Gay Jenkins 4626 Long Ridge Road Nora, VA 24272 Tax I.D. # 04810	Unleased	1.090000%	0.6400
9	John L. Jenkins Lois Gay Jenkins 4626 Long Ridge Road Nora, VA 24272 Tax I.D. # 19150	Unleased	0.970000%	0.5700
Total Gas Estate			24.770000%	14.5600

Coal Estate Only

3	Standard Banner Coal Corporation C/O Engineering Services Attn Mike Clisso P.O. Box 750 Wise, VA 24293 Tax I.D. # 11814	Leased 906889	20.330000%	11.9500
4	Standard Banner Coal Corporation C/O Engineering Services Attn Mike Clisso P.O. Box 750 Wise, VA 24293 Tax I.D. # 11814	Leased 906889	0.510000%	0.3000
5	Standard Banner Coal Corporation C/O Engineering Services Attn Mike Clisso P.O. Box 750 Wise, VA 24293 Tax I.D. # 11814	Leased 906889	1.870000%	1.1000
8	Standard Banner Coal Corporation C/O Engineering Services Attn Mike Clisso P.O. Box 750 Wise, VA 24293 Tax I.D. # 11814	Leased 906889	1.090000%	0.6400
9	Standard Banner Coal Corporation C/O Engineering Services Attn Mike Clisso P.O. Box 750 Wise, VA 24293 Tax I.D. # 11814	Leased 906889	0.970000%	0.5700
Total Coal Estate			24.770000%	14.5600

EXHIBIT "EE" BK 501 PG 378
VC-536082

REVISED 09/11/09

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
<u>Gas Estate Only</u>				
1	Delmar H. Mayes Mary Mayes P.O. Box 286 Dante, VA 24237 Tax I.D. # 05106	Leased 905997	32.370000%	19.0250
6	Wayne Riner Genevie Riner 4907 Long Road Nora, VA 24272 Tax I.D. # 04777	Leased 906891	3.710000%	2.1800
7	David H. Adkins Cathy Adkins 4966 Long Ridge Road Nora, VA 24272 Tax I.D. # 04769	Leased 905762	0.215000%	0.1250
TOTAL			36.295000%	21.3300

<u>Coal Estate Only</u>				
1	Standard Banner Coal Corporation C/O Engineering Services Attn Mike Clisso P.O. Box 750 Wise, VA 24293 Tax I.D. # 11814	Leased 906889	32.370000%	19.0250
6	Standard Banner Coal Corporation C/O Engineering Services Attn Mike Clisso P.O. Box 750 Wise, VA 24293 Tax I.D. # 11814	Leased 906889	3.710000%	2.1800
7	Standard Banner Coal Corporation C/O Engineering Services Attn Mike Clisso P.O. Box 750 Wise, VA 24293 Tax I.D. # 11814	Leased 906889	0.215000%	0.1250
TOTAL			36.295000%	21.3300
TOTAL AFTER 50/50 ROYALTY SPLITS			72.590000%	42.6600

\$ 23.00

INSTRUMENT #120001382
RECORDED IN THE CLERK'S OFFICE OF
DICKENSON ON
OCTOBER 26, 2012 AT 10:25AM
RICHARD W. EDWARDS, CLERK
RECORDED BY: CJF